

# SECRETARY OF STATE[721]

## Notice of Intended Action

**Twenty-five interested persons, a governmental subdivision, an agency or association of 25 or more persons may demand an oral presentation hereon as provided in Iowa Code section 17A.4(1)“b.”**

**Notice is also given to the public that the Administrative Rules Review Committee may, on its own motion or on written request by any individual or group, review this proposed action under section 17A.8(6) at a regular or special meeting where the public or interested persons may be heard.**

Pursuant to the authority of Iowa Code sections 488.206, 489.205, and 504.111, the Secretary of State hereby gives Notice of Intended Action to amend Chapter 40, “Corporations,” Iowa Administrative Code.

Rule 721—40.9(490) requires that a registered agent if filing online provide an e-mail address through which to receive notices and other communication pursuant to Iowa Code chapters 488, 489, and 504. This proposed amendment to rule 721—40.9(490) specifies that the rule applies to electronic documents filed in conjunction with filing requirements in Iowa Code chapters 488, 489, 490, and 504.

In addition, an Adopted and Filed Emergency amendment to rule 721—40.9(490) adopting new paragraphs 40.9(1)“a” and “b” is published herein as **ARC 0040C**. That amendment, which became effective February 23, 2012, is reflected in the text of rule 721—40.9(490) in this rule making.

Any interested person may make written suggestions or comments on this proposed amendment on or before April 10, 2012. Such written materials should be directed to the Office of the Secretary of State, Attn: Doug Struyk, Capitol Building, Des Moines, Iowa 50319; fax (515)242-5952. Persons who wish to convey their views orally should contact the Secretary of State’s office at (515)281-7041 or at the Secretary of State’s office on the first floor of the Lucas State Office Building.

After analysis and review of this rule making, no adverse impact on jobs has been found. Requiring e-mail addresses should increase efficiency for partnerships, limited liability corporations, and nonprofit corporations when conducting business in Iowa.

This amendment is intended to implement Iowa Code chapters 488, 489, and 504.

The following amendment is proposed.

Amend rule 721—40.9(490) as follows:

**721—40.9(488,489,490,504) Online filing requirements.** The following requirements apply to the electronic filing of documents and the certification of electronic documents. This rule applies to documents filed in conjunction with filing requirements in Iowa Code chapters 488, 489, 490, and 504.

**40.9(1)** Registered agents who file documents electronically must provide an e-mail address to the secretary of state.

*a.* If a registered agent does not have an e-mail address, the agent shall provide the e-mail address of another individual or entity designated to receive electronic correspondence on behalf of the registered agent.

*b.* The registered agent shall notify the secretary of state within 60 days that the e-mail address provided in compliance with this rule has been changed or discontinued.

*c.* An e-mail address disclosed in compliance with this rule shall not be viewed as a public record under Iowa Code chapter 22 and shall not be disclosed by the secretary of state.

*d.* The secretary of state may use e-mail for official correspondence with an entity, except when law requires delivery by United States mail.

**40.9(2)** For filings requiring an online account, an applicant must follow the terms and conditions on the secretary of state’s Internet Web site for each electronic filing.

**40.9(3)** All correspondence related to an electronic filing shall be handled electronically in accordance with the requirements set forth in the uniform electronic transactions Act, Iowa Code chapter 554D.

**40.9(4)** Documents filed electronically shall be accompanied by the appropriate fee. This fee must be paid by check, credit card, or secretary of state charge account.